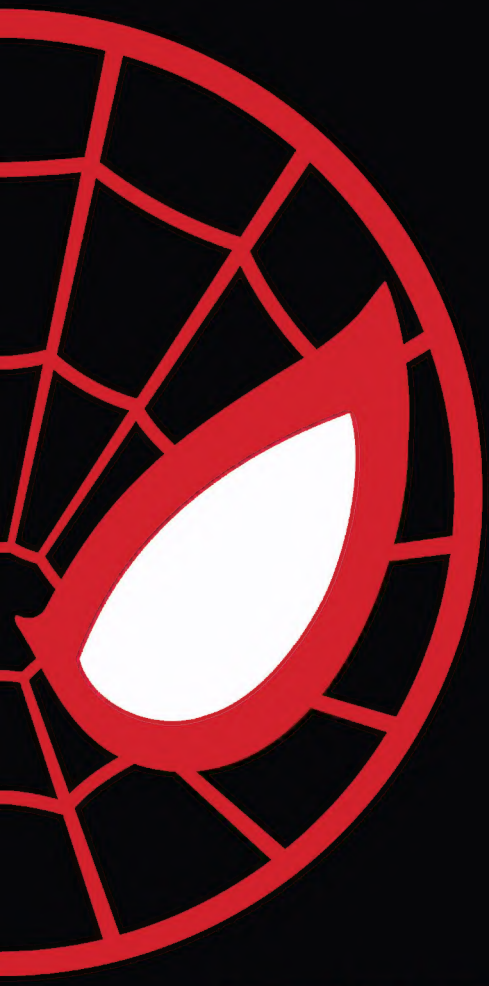
SPIDER-MAN
BENDIS • PICHELLI • PONSOR
002
MARVEL

SPIDER-MAN



High schooler Miles Morales was bitten by a stolen, genetically altered Spider that grants him incredible arachnid-like powers.

This is a secret he has shared only with his best friend Ganke, and his father.

Ganke is helping Miles figure out how to be Spider-Man. It's way harder than it looks.

Miles is having a hard time balancing school and super-heroing, and it doesn't make it any better that he just left school grounds to go help the Avengers get their butts kicked by a demon named Blackheart.

A fight he may have won when the original Spider-Man shows up and he is none too happy.

BRIAN MICHAEL BENDIS
writer

SARA PICHELLI
artist

GAETANO CARLUCCI
inking assist

JUSTIN PONSOR
colors

VC'S CORY PETIT
lettering

SARA PICHELLI AND JUSTIN PONSOR
cover art

KHARY RANDOLPH AND EMILIO LOPEZ
variant cover artists

IDETTE WINECOOR
title page design

DEVIN LEWIS
assistant editor

NICK LOWE
editor

AXEL ALONSO
editor in chief

JOE QUESADA
chief creative officer

DAN BUCKLEY
publisher

ALAN FINE
executive producer

© 2016 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or insititution is intended, and any such similarity which may exist is purely coincidental.WWW.MARVEL.COM

NEW YORK CITY. REALLY.

DUDE, SERIOUSLY, WHAT DID YOU DO?

I DIDN'T DO THIS.

NO, I JUST GOT HERE. I DIDN'T DO THIS.

OH MY GOD, IT'S-- IT'S HIM.

CALM DOWN. DON'T NERD OUT.

HERE!

THERE WAS, LIKE, A CREATURE OR A--A DEMON OR--

DON'T GIVE ME THAT! PUT IT DOWN.

BUT--

THAT SHIELD IS MADE OUT OF A ONE OF A KIND VIBRANIUM ALLOY.

DO YOU KNOW HOW MUCH THAT COSTS?

NO.

WHO WAS HERE?

IT WAS, LIKE, A DEMON OR SOMETHING...

"DEMON?" DID HE GIVE A NAME?

NOT REALLY... BUT HE WAS SMACKING AROUND ALL OF THE AVENGERS AND I JUST GOT HERE AND--

HE BEAT IRON MAN'S ARMOR RIGHT OFF HIS BUTT, BUT THEN HE SAW YOU AND HE RAN?

NOT BEFORE THREATENING ME AND--AND EVERYTHING ELSE.

WHAT COLOR WAS HE? RED?

BLACK.

GOOD, NOT THE RED ONE. (HATE THE RED ONE.)

TONY?? YOU HOO!!

YOU BELIEVE ME?

I BELIEVE YOU.

WHO WOULD MAKE UP A STORY LIKE THAT?

WE NEED TO CALL AN AMBULANCE.

WE? NO.

YOU NEED TO GET OUT OF HERE.

WHAT? NO, I'LL HELP.

KID, YOUR COSTUME'S RIPPED, PEOPLE MIGHT RECOGNIZE YOU.

KID...

I CAN'T LEAVE THEM LIKE THIS.

YOU WOULDN'T.

OKAY, YOU GOT ME *THERE.*

YOU AND ME NEED TO HAVE A TALK ABOUT THIS WHOLE SPIDER-THING, ANYHOW.

YOU SAID I COULD BE SPIDER-MAN.

YES, BUT--

BUT? BUT YOU SAID--

MONTHS AGO.
SMACKK
CRASSCK

HEY!! NICE JOB, KID.
REALLY, THANK YOU.
WHY WERE THESE ROBOTS TRYING TO KILL YOU?
OH, YOU KNOW.
ROBOTS.
DO YOU NEED HELP CLEANING UP?

CLEANING UP?
SOMEONE HAS TO CLEAN THIS ALL UP.
YEAH, TRUE, BUT NOT US.
AND PRO TIP: ALWAYS PULL THE AI UNIT OUT OF THE ROBOTS.
IF YOU DON'T THEY WILL TOTALLY GET UP AND ATTACK YOU, OR WORSE, TELL YOU WHY.

SO, UH, YOU'RE REALLY GOING TO DO THIS?
YOU'RE GOING TO RUN AROUND AS SPIDER-MAN, TOO?
WELL, I DID GET BIT BY A SPIDER.
CAN'T ARGUE WITH THAT LOGIC.
ARE YOU MAD?

NO, NO...
SURE, IT'S ANNOYING THAT YOUR COSTUME IS COOLER THAN MINE.
JUST, IF YOU FIND OUT YOU'RE A CLONE OF ME, KEEP IT TO YOURSELF.
SO YOU'RE COOL WITH IT?
I WON'T DO IT IF IT BOTHERS YOU.
DO I HAVE YOUR, YOU KNOW, YOUR--?
MY BLESSING.
ENTIRELY.
ABSOLUTELY.
YOU HEARD HIM.
HE SAID IT WAS COOL.
AND HE SAID MY COSTUME WAS COOLER.

OH NO.
BUT YOU SAID--
CAN I CHANGE MY MIND? AM I ALLOWED TO CHANGE MY MIND?
HEY, AT LEAST YOU ASKED.
SPIDER-WOMAN, NOPE. NEVER ASKED.
SHE JUST DID IT. JUST DOES WHATEVER THE HELL SHE WANTS.
AND BOTH OF HER COSTUMES ARE COOLER THAN MINE, TOO.
WHY ARE YOU CHANGING YOUR--?
WAIT, WHY IS MY SPIDER-SENSE--OH!
BECAUSE OF THIS! THIS IS WHY.
I GET BLAMED FOR ENOUGH STUFF!
I NEED TO BE BLAMED FOR YOUR STUFF, TOO?
DUCK.

I AM
BLACKHEART!
THIS WORLD WILL BURN!!!
BLACKHEART...
UH-OH...
SO THIS IS REALLY HAPPENING...

AGGH!!

KITANG

YOU USED THIS TRICK BEFORE, CHILD...

IT WILL NOT WORK ON ME AGAIN.

UH, POLICE... FREEZE...

YOU BE QUIET.

YOU WILL NOT TRICK ME AGAIN, SEEDLING!

CRASH

SURE I WILL...

ZZTTT

ZZTTT

IF *ONE* OF MY VENOM BLASTS ALMOST KNOCKED YOU ON YOUR SCARY BUTT...

HURRAAGGH!

...LET'S TRY A FEW VENOM BLASTS ALL AT ONCE.

ZZTTT

NNAGGH!

STRUGGLE

RRHHH...

...THIS WILL NOTRRRR...

STAND...

THWAPP

I WILL DESTROY EVERYTHING YOU--

WHACCKK

HO-LEE...

WHEN I TAKE THIS PLANET, YOU WILL BE MY SLAVE AND I WILL PUT--

KTANG

SLAM

PLEASE STAY DOWN...
PLEASE STAY DOWN...
PLEASE STAY DOWN...
I WILL RRRRRRRETURN AND I WILL...
OH COME ON!!

I WILL...
I WILL...

WHUMP

BIG DEMON FACEPLANT.
I WISH I HAD A BAND SO I COULD NAME IT THAT.
WHOO! YES!

SPIDER-MAN!
WHOO! THAT WAS WICKED AWESOME!!!
HIT HEEM AGAIN!
ARE YOU GOING TO CLEAN THIS UP?

OH, UH, I THOUGHT--I MEAN I CAN HELP BUT--
KIDDING, KID.
YOU DID THIS?
WELL, UH, I MEAN IT WAS MORE LIKE A GROUP EFFORT.
NERDGASM.
NICE JOB.
THANKS.
I'M--I'M STILL NOT EXACTLY SURE WHAT THIS WAS?
DEMON.
(AND NOT 'IN A BOTTLE' THIS TIME.)
HEY, DR. STRANGE? IT'S TONY STARK CALLING.
GUESS WHAT?
WE HAVE A DEMON--CALLS HIMSELF BLACKHEART--THAT JUST TORE UP FIFTH AVENUE AND TRIED TO, AND I QUOTE: "TAKE THIS WORLD AND BURN IT."
WOULD YOU MIND COMING DOWN HERE AND BANISHING IT FOR ALL TIME?
I WOULD BUT I DON'T DO THAT.
EVERYONE, FREEZE!!
EXCUSE ME, OFFICER?
WE NEED EVERYONE TO DISARM AND--AND ON YOUR KNEES AND--
I REALLY DON'T THINK THAT'S NECESSARY, OFFICER.
I'M TONY STARK. REALLY. IT'S REALLY ME.
IT'S VERY EXCITING FOR YOU.
BE--BE THAT AS IT MAY!!
THIS--THIS IS A LOT--
WE HAVE A LOT OF--THIS IS--
OFFICER, PUT THE GUN AWAY.
NO! NO!
EXCUSE ME, SIR.
CALM DOWN!!
HE--HE--I DON'T KNOW WHO THIS IS!!
YOU KNOW EXACTLY WHO HE IS--

HE'S SPIDER-MAN.

AND HE JUST SAVED EVERYONE'S BUTTS SO SHOW A LITTLE RESPECT.

AT LEAST MORE THAN YOU SHOW ME.

BU-BUT THE PAPERWORK--

IT'S FUN IF YOU DECIDE IT'S FUN.

WOW.

THANK YOU.

REMEMBER WHAT I TOLD YOU WHEN WE FIRST MET?

"BABY POWDER IN THE PRIVATE AREA WILL REDUCE COSTUME CHAFFING"?

AND WITH GREAT POWER--

COMES GREAT RESPONSIBILITY.

THERE MUST *ALSO COME* GREAT RESPONSIBILITY.

(NO ONE GETS THAT RIGHT.)

GO ON, GET OUT OF HERE.

I NEED A COPYRIGHT LAWYER.

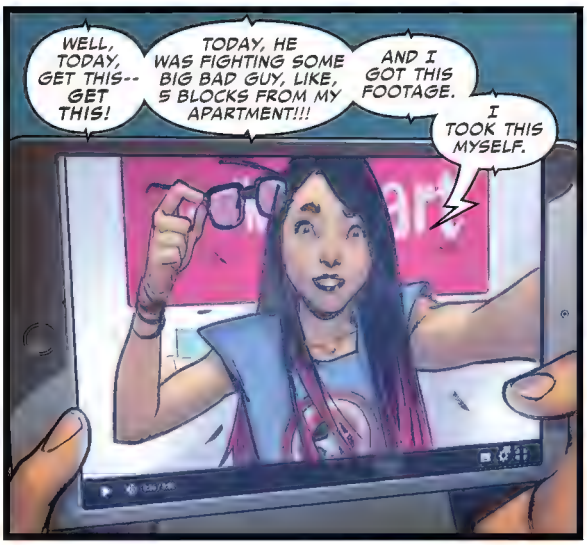
TOO LATE.

I KNOW.

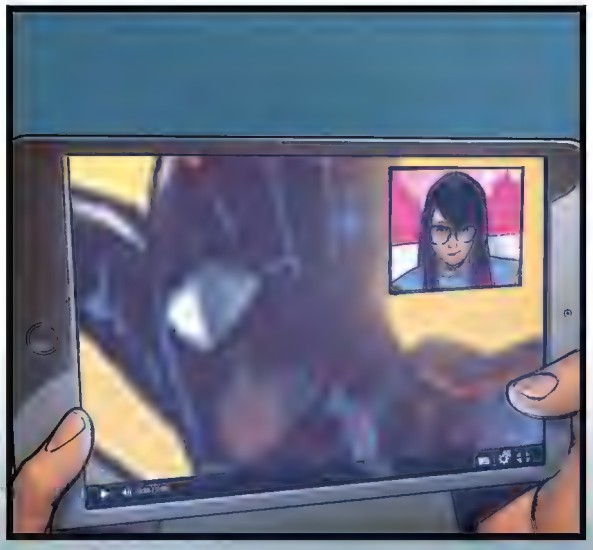
I LIKE HIM.

DUDE.
THIS IS HUGE.
HOLD ON...
KEEP CALM
WHAT?
MAKING SURE THE DOOR TO OUR DORM ROOM IS LOCKED?
IT'S ALWAYS LOCKED.
IT'S NOT LOCKED NOW.
IT'S ALMOST ALWAYS LOCKED.
SO TELL ME, WHAT WAS THIS ALL ABOUT?
WAS IRON MAN COOL? WAS SPIDER-MAN COOL? I MEAN THE OTHER ONE.
YOU'RE ALWAYS COOL.
HOLD ON...
(YOUR COSTUME HAS SEEN BETTER DAYS.)
YIIIIYY YIIIIYIIIIYY YIII YIIIIYY YIII!!!
WHOA!
WHAT HAPPENED??
IT WAS A DEMON!!!
A "DEMON"?
A REAL, HONEST TO GOD DEMON!
AND HE TOUCHED ME!
AND I TOUCHED HIM.
WOW.
IT WAS SOOOOO GROSS.
YEAH.
SO GROSS, GANKE!
OKAY...
I'M SUPPOSED TO BE ALL COOL ABOUT THIS BECAUSE I'M SUPPOSED TO BE.
BUT I'M NOT.
I. AM. FREAKED. OUT.
I, YEAH, I GET THAT.
SO FREAKED OUT.
EVERYONE ELSE WAS JUST LIKE 'LAH LAH LAH THERE'S A DEMON.' BUT IT WAS!
SO GROSS.
YES!!!
DUDE, YOU HELD CAPTAIN AMERICA'S SHIELD.
WAS IT HEAVY?
I--I DID.
HEY, YOU SAVED THE AVENGERS.
GANKE, I TOUCHED A DEMON FROM HELL!
THAT WAS YOU.
I TOUCHED THE DEMON.
UH...
MAYBE GO SHOWER.
I SHALL WASH, BUT I WILL NEVER BE CLEAN.
OKAY.
HUH.
WHAT?
YOUTUBE.
WHAT ABOUT IT?

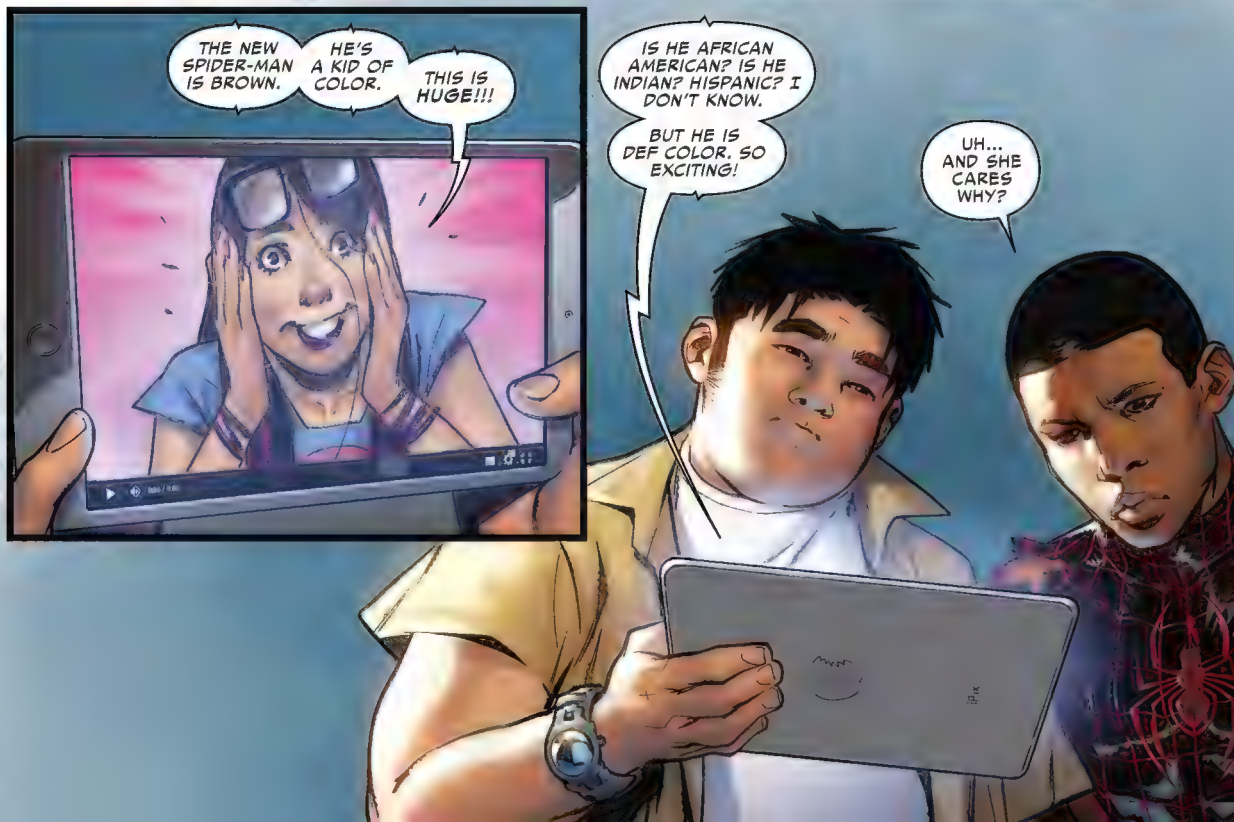
OH MY GOD, YOU GUYS!
OH MY GOD!
TODAY IS MONUMENTAL.
MONU! MENTAL!
YOU KNOW THAT NEW SPIDER-MAN THAT'S BEEN SWINGING AROUND NEW YORK AND WE'RE ALL LIKE: "OKAY, THERE'S A NEW SPIDER-MAN SWINGING AROUND NEW YORK."


WELL, TODAY, GET THIS-- GET THIS!
TODAY, HE WAS FIGHTING SOME BIG BAD GUY, LIKE, 5 BLOCKS FROM MY APARTMENT!!!
AND I GOT THIS FOOTAGE.
I TOOK THIS MYSELF.

YOU SEE THAT?
YOU SEE THAT?!
WAIT, HOLD ON...I'LL ZOOM IT IN.



THE NEW SPIDER-MAN IS BROWN.
HE'S A KID OF COLOR.
THIS IS HUGE!!!


IS HE AFRICAN AMERICAN? IS HE INDIAN? HISPANIC? I DON'T KNOW.
BUT HE IS DEF COLOR. SO EXCITING!
UH... AND SHE CARES WHY?

I LOVE THIS!
WE HAVE AN AFRICAN AMERICAN CAPTAIN AMERICA, THOR IS A LADY, AND NOW SPIDER-MAN.
THIS IS NUTS. IN THE BESTEST BEST WAY.
SHE CARES AND SHE IS CUTE.
AND WOULD TOTALLY GO OUT WITH YOU.
WITH SPIDER-MAN.
GUYS! JUST CRAZY! GO NUTS.
I AM SO EXCITED!!!
I SHALL NOW DANCE. DANCE WITH ME.
SPIDER-MAN REPRESENT!
WHY IS THIS BOTHERING YOU?
I DON'T KNOW.
BECAUSE: WHO CARES?
I MEAN I GET IT.
BLACK SPIDER-MAN!
I DON'T WANT THAT.
WANT WHAT?
YOU'RE LOSING ME.
THE QUALIFICATION.
THIS IS--I DON'T WANT TO BE THE BLACK SPIDER-MAN.
I WANT TO BE SPIDER-MAN.
OKAY, POOF, YOU'RE SPIDER-MAN.
FIRST OF ALL, I AM HALF HISPANIC.
SO GO TELL HER.
I JUST--
THIS IS REALLY BOTHERING YOU.
I'M GOING TO GO SHOWER.
AND SCHOOL IS NOT CANCELLED TOMORROW SO I'M GOING TO HAVE TO GET UP AT, LIKE, 5 A.M. JUST TO GET ACROSS TOWN AND AVOID THE SUPER-HERO-FIGHT-DEBRIS-TRAFFIC.
UGH!
hart

THE RUMORS ARE TRUE: WE OFFICIALLY HAVE A NEW SPIDER-MAN.
AND THE TWITTERVERSE HAS COME ALIVE BECAUSE, FOR THE FIRST TIME EVER, WE HAVE A SMALL HINT ABOUT WHO IS BEHIND THE NEW SPIDER-MAN MASK.
I'M TORN.
I THINK WE'RE SEEING A LOT OF NEW COSTUMED FACES POPPING UP AND I DON'T THINK WE, AS A CULTURE, CAN HANDLE ANY MORE OF THEM.
I'M WORRIED ABOUT THIS NEXT GENERATION.
I DON'T THINK THE CITY WAS THAT MUCH BETTER WITH THE OLD SPIDER-MAN.
JUST LAST WEEK YOU WERE COMPLAINING THAT THE ORIGINAL SPIDER-MAN HAD ABANDONED NEW YORK CITY FOR A MORE INTERNATIONAL FLAVOR!
AND NOW YOU'RE COMPLAINING BECAUSE WE HAVE A NEW SPIDER-MAN.
IT'S CHAOS! MADNESS! DID YOU SEE FIFTH AVENUE TODAY?
WHAT DO YOU THINK FIFTH AVENUE WOULD LOOK LIKE IF THIS NEW SPIDER-MAN AND THE AVENGERS WEREN'T THERE TO STOP IT?
CALL ME REACTIONARY--
NEVER!
BUT EVERY TIME ONE OF THESE NEW HEROES POP UP, FIFTY NEW COSTUMED CRIMINALS SEEM TO POP UP WITH THEM.
WHAT IF THIS--WHAT IF NEW SPIDER-MAN GIVES AN OLD SPIDER-MAN VILLAIN SOME NEW IDEAS AND A SECOND WIND?

saz's deli

MILES...
DAD.
SHH.
YOU WERE WAITING FOR ME?
SHHH.
WHAT'S GOING ON?

I DIDN'T SAY ANYTHING TO YOUR MOM.
YOUR *SUPER SECRET* IS STILL "SUPER SECRET" BUT YOU BROUGHT THIS NEXT PART ON YOURSELF.
BROUGHT WHAT?

YOU NEVER MESSED UP YOUR GRADES BEFORE. YOU NEVER INCURRED HER WRATH.
WHOSE WRATH? MOM'S?
YOU WISH.
WHAT DO YOU--? UH-OH.
YEAH, UH-OH.
O, TE ASEGURO: "UH-OH".

THERE HE IS!
HEY, MILES, YOUR GRANDMOTHER IS HERE...
SHE'S HERE TO STRAIGHTEN YOU OUT, *JOVENSITO*.
WE'RE GOING TO GET YOUR LIFE STRAIGHT, MISTER MORALES.
FACE IT *TIGRE*, YOU'RE ABOUT TO GET A BIG OL' KICK IN THE *CULO*.
TO BE CONTINUED...

WEB-HEADS

OH, MAN! Grandma is in the house, and she's not standing for Miles' grades slipping ANYMORE. Welcome to high school with Grandma, Miles. Hope you survive the experience.

AND WHAT'S BLACK CAT UP TO? Late-night push-ups with the evening news? I wish I had that kind of commitment to a workout.

It's only been 24-hours since SPIDER-MAN #1 went on-sale, and it's officially a HIT! You readers have been blowing up our inbox at **SPIDEYOFFICE@MARVEL.COM**, but don't stop now! Keep reading, keep writing, and keep telling us how we're doing!

All right. Enough plugging. Let's get to it.

Dear Nick Lowe,

SPIDER-MAN #1 is amazing. Sara Pichelli draws amazing art. Brian Michael Bendis, or Bee Em Bee, as no one calls him, is an amazing writer. But the real closer, for me, was Miles picking up Cap's shield. Like, whoa. I know of at least one person who cosplays as Spider-Cap, but this is much, much cooler.

Thanks,
Bobby H.

BOBBY! Tell your friend to send us a picture of his cosplay and mark it OKAY TO PRINT, and it could appear in this very letters column! Be sure to pick up a copy of our fantastic first issue for him, too.

Dear Spider-Office

Just finished SPIDER-MAN #1, and let me say that the wait was well worth it. ULTIMATE SPIDER-MAN got me into comics. While I loved Ultimate Peter Parker, Miles Morales is hands down my favorite Marvel character right now. While I was sad to see the Ultimate Universe go, I'm stoked to see what Bendis and the team have planned for Miles in the coming months!

-Kyle

And, man, are we excited for you to read it, Kyle. Brian's about to put Miles through the wringer like never before!

Hiya!

Wanted to first say how excited I was that Miles Morales was coming back in his own series, I was a huge fan of the ULTIMATE SPIDER-MAN series by the one and only Brian Michael Bendis (Just re-read it again). What I loved about Ultimate Spidey was Peter Parker's teenaged antics and, more importantly, how his death threw that responsibility to Miles Morales. I just finished Issue #001 of this new series, but one question bugged my brain (see what I did? He's a – never mind. Moving on.), since this is clearly a different universe (AMAZING SPIDER-MAN's home reality, aka Earth-616) Will there be a explanation of how he took the Spider-Man mantle?

Thanks!
Your friendly neighborhood fan,
-Andrei

Hey, Andrei. All we can say for now is KEEP READING!! Also, Executive Editor Tom Brevoort would kill me if I didn't point out that Earth-616 is now called THE PRIME EARTH.

C'MON, ANDREI!

This is a Wednesday that I've been looking forward to for a very long time: the Wednesday when Miles Morales returned to his own solo book. It's been delayed and delayed but here we are. I don't really need to say a lot, do I? Brian Michael Bendis and Sara Pichelli back in the webs again? Enough said, right?

But there is one problem... I'm sorry. I really am. I didn't want to complain right off the bat with issue #1 but this is a problem that has plagued Miles Morales books since Ultimate Comics: SPIDER-MAN #1. There's just not enough. Twenty pages and cliffhanger ending and now I have to wait a whole month before reading more? You've heard the term cruel and unusual punishment, right? If any book at Marvel deserves to be bi-monthly, it's Spider-Man. The creators don't really need sleep, do they?

All joking aside, this was a very fun read and I'm looking forward to the next one.

Sincerely,
James D.

Hey, James. Thanks for writing in! We love Miles, too, but you know there's already a twice-monthly Spider-Man title published by Marvel Comics? And lemme tell you, it is AMAZING!

I've been following the work of Bendis for over twenty years. When he showed up at Marvel to write ULTIMATE SPIDER-MAN, I was mad excited. Since then, Brian has continuously killed it in the Marvel Universe.

After reading the initial stories of Miles Morales, I was hooked and knew this was a great character. I never would have thought that any of the "Ultimate" personas would make their way to be rooted in the regular universe. The surprise was awesome though! The first issue of SPIDER-MAN is excellent.

Another winner for Bendis...and Sara Pichelli nails it!

Darrick P.

Couldn't have said it better myself, Darrick!

That's all the space we've got for this one, True Believers! Be back here in thirty for the continuing adventures of everyone's favorite SPIDER-MAN!

Over and out!
DEVIN
@edevinlewis

YOU WANT TO KNOW
WHAT HAPPENS NEXT?
MARVEL
DON'T MISS SPIDER-MAN #3

DEADLIEST MAN ALIVE

Oroboros is the undefeated Supreme Grand Master of the Fighting Arts. Oroboros won the World Overall Fighting Arts Championship (Master & Expert Divisions) after defeating the world's top Masters of JUDO, BOXING, WRESTLING, KUNG-FU, KARATE, AIKIDO, etc. in Death Matches. On Aug. 1, 1967, the World Federation of Fighting Arts crowned Oroboros "THE WORLD'S DEADLIEST FIGHTING ARTS CHAMPION AND MASTER."

NOW...
The World's DEADLIEST FIGHTING SECRETS Can Be Yours
. . .
FREE

legion

the group

MAIL GUARANTEED NO-RISK COUPON NOW!

AN OROBOROS RIP